

Electronically Recorded

Official Public Records

Mary Louise Garcia
Mary Louise Garcia

Tarrant County Texas

2/18/2011 2:43 PM

D211040368

PGS 4 \$28.00
Submitter: ACS

CHESAPEAKE ENERGY CORP.
ATTN: RECORDING TEAM
P.O. BOX 18496
OKLAHOMA CITY, OK 73154

Submitter: CHESAPEAKE OPERATING, INC

TARRANT COUNTY CLERK
TARRANT COUNTY COURTHOUSE
100 WEST WEATHERFORD
FORT WORTH, TX 76196-0401

DO NOT DESTROY

WARNING – THIS IS PART OF THE OFFICIAL RECORD

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

AMENDMENT OF OIL AND GAS LEASE
(To Correct Land Description)

STATE OF TEXAS)
) KNOW ALL PERSONS BY THESE PRESENTS:
COUNTY OF TARRANT)

WHEREAS, Chesapeake Exploration, L.L.C., whose mailing address is P.O. Box 18496, Oklahoma City, OK 73154-0496 and **Total E&P USA, Inc.**, whose address is 1201 Louisiana Street, Suite 1800, Houston, TX 77002 (collectively "Lessee"), are the present owners of those certain Oil and Gas Leases dated October 7, 2008 (the "Leases"), from **Charles F. Salusky**, a **married man herein not joined by his spouse**, ("Lessor"), whose address is 4509 Pecan Meadow Ct., Fort Worth, Texas, 76140-8508, of which Memorandum of Oil and Gas Leases are recorded in Instrument Numbers D208467175 and D208467170, of the Deed Records, Tarrant County, Texas, (the "Memos").

WHEREAS, Total E&P USA, Inc. acquired an undivided 25% of Chesapeake Exploration, L. L. C.'s working interest in the aforementioned Lease.

WHEREAS, Lessor and Lessee agree that the Leases as described above are valid, in force, and in full effect.

WHEREAS, At the time the Leases were entered into, the description of the lands contained in the Leases were believed by Lessor and Lessee to cover and was intended by them to cover, certain lands owned by Lessor.

WHEREAS, since the execution and delivery of the Leases and recording of the Memos, it has been discovered that the description of lands contained in the Leases and Memos does not adequately describe the lands Lessor and Lessee intended to be covered by the Leases and Memos. Lessor and Lessee desire to amend and correct the description of the lands contained in the Leases and Memos to accurately identify the lands to be covered by and subject to the terms of the Leases and Memos.

NOW THEREFORE, for adequate consideration, and the further consideration of the obligations and agreements contained in the Leases, Lessor acknowledges and agrees that the Leases shall cover, and the Leases are amended, so that they now cover the following lands in the county and state named above:

2.437 acres, more or less, out of the Tapeley Holland Survey, Abstract No. 750, and the William C. May Survey, Abstract No. 1028, Tarrant County, Texas, being more

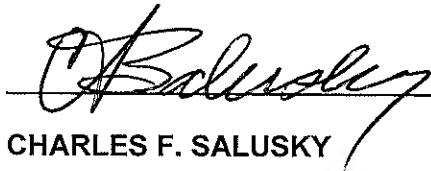
particularly described by metes and bounds in that certain General Warranty Deed with Vendor's Lien dated May 6, 1986, from Parkway Joint Venture, to Charles F. Salusky, recorded in Volume 8563, Page 1107, Deed Records, Tarrant County Texas, SAVE AND EXCEPT 3.331 acres described by metes and bounds as Exhibit "C" in that certain General Warranty Deed with Vendor's Lien dated May 6, 1986, from Parkway Joint Venture, to Charles F. Salusky, recorded in Volume 8563, Page 1107, Deed Records, Tarrant County, Texas.

Lessor ratifies, adopts, and confirms the Leases and Memos and extends the Leases and Memos to cover the lands described in this Amendment as if the description of lands set out above had been originally included in the Leases and Memos. Lessor grants, leases, and lets to Lessee, its successors and assigns, the lands described in this Amendment for the purposes of and on the terms conditions, and provisions contained in the Leases and Memos.

This Amendment shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, legal representatives, successors and assigns.

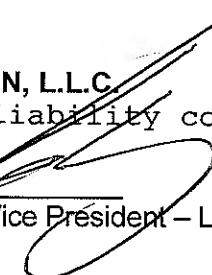
This Amendment is signed by Lessor and Lessee as of the date of the acknowledgement below, but is effective for all purposes as of the Effective Date stated above.

LESSOR:


CHARLES F. SALUSKY

LESSEE:

CHESAPEAKE EXPLORATION, L.L.C.
An Oklahoma limited liability company

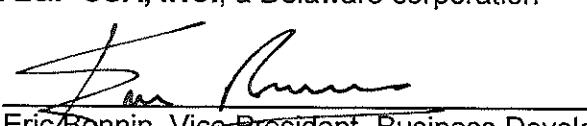
By: 
Henry J. Hood, Senior Vice President – Land and Legal & General Counsel


TRP


MSM

LESSEE:

TOTAL E&P USA, INC., a Delaware corporation

By: 
Eric Bonnin, Vice President- Business Development & Strategy


NB

ACKNOWLEDGMENTS

STATE OF TEXAS)
)
COUNTY OF TARRANT) §

This instrument was acknowledged before me on the 26 day October 2010, by **CHARLES F. SALUSKY, A MARRIED MAN HEREIN NOT JOINED BY HIS SPOUSE**, who personally appeared before me.


Notary Public, State of Texas

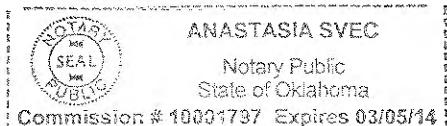
Ryan Hawkins
Notary's name (printed)

6-12-11
Notary's commission expires

CORPORATE ACKNOWLEDGMENTS

STATE OF OKLAHOMA)
)
COUNTY OF OKLAHOMA) §

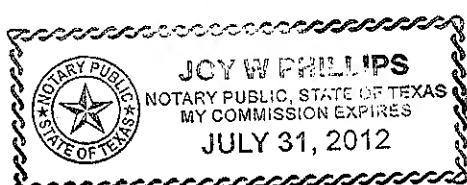
This instrument was acknowledged before me on this 31st day of January, 2010, by Henry J. Hood, as Senior Vice President - Land and Legal & General Counsel of **CHESAPEAKE EXPLORATION, L.L.C.** on behalf of said limited liability company.

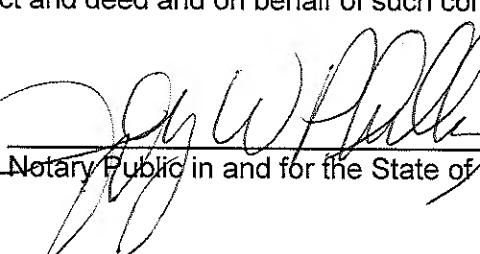


Notary Public, State of OKLAHOMA
Printed Name: Anastasia Svec
My Commission Expires: 3/5/2014

STATE OF TEXAS)
)
COUNTY OF HARRIS) §

The foregoing instrument was acknowledged before me this 14th day of February, 2010, by Eric Bonnin as Vice President – Business Development of **Strategy of TOTAL E&P USA, INC.**, a Delaware corporation, as the act and deed and on behalf of such corporation.




Notary Public in and for the State of Texas